

June 26, 2002

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW – Room TW-A325
Washington, D.C. 20554

Re: Ex Parte Notice – Consolidated Application of EchoStar Communications Corporation, General Motors Corporation and Hughes Electronics Corporation for Authority to Transfer Control, CS Docket No. 01-348

Dear Ms. Dortch:

In accord with Section 1.1206 of the Commission's Rules, 47 C.F.R. §1.1206, EchoStar Communications Corporation ("EchoStar"), Hughes Electronics Corporation ("Hughes") and General Motors Corporation ("GM"), Applicants in the above-referenced merger proceeding, submit this letter to report that representatives of the Applicants had a telephone conference with members of the Commission staff on June 25, 2002. Representatives of the Applicants on the call were Robin Rogers, Associate General Counsel, and Merrill Spiegel, Vice President of Government Affairs, both of DIRECTV, and undersigned outside counsel for the Applicants. FCC staff members on the call were Marcia Glauber, Neil Dellar and JoAnn Lucanik.

The purpose of the call was to respond to a Commission request for additional detail about the Applicant's post-merger transition plan. Specifically, the staff had requested information about the Applicants' plans with respect to existing National Rural Telecommunications Cooperative ("NRTC") subscribers. On the call, the Applicants first pointed out that DIRECTV was involved in a series of lawsuits with NRTC, its Members and Affiliates, including Pegasus Communications Corporation, and that any resolution of issues involved in that litigation, whether through negotiated settlement or in court, could be a significant factor in how the transition would affect NRTC subscribers. The Applicants then stated that post-merger, New EchoStar would honor NRTC's contractual rights to programming and that no subscriber would be disenfranchised. The Applicants also stated that post-merger all subscribers would have the opportunity to receive all services that New EchoStar would offer.

This *ex parte* notice is being filed electronically with the Commission. If you have questions concerning this notice, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Gary M. Epstein

Gary M. Epstein
Latham & Watkins
555 11th Street, N.W.
Suite 1000
Washington, D.C. 20004
(202) 637-2200

*Counsel for Hughes Electronics
Corporation and General Motors
Corporation*

/s/ Pantelis Michalopoulos

Pantelis Michalopoulos
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036
(202) 429-6494

*Counsel for EchoStar Communications
Corporation*

cc : Marcia Glauberman
Linda Senecal
Qualex International